

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated 5 June 2024 (“**Prospectus**”) issued by Cloud Factory Technology Holdings Limited (“**Company**”).

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company, the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information in the Prospectus.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act 1933, as amended or supplemented from time to time (“**U.S. Securities Act**”) or any state securities law of the United States. The Offer Shares may not be offered, sold, pledged, transferred or delivered in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act or any state securities law of the United States. There will be no public offer of securities in the United States. The Offer Shares are being offered and sold outside of the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, SPDB International Securities Limited, as stabilizing manager (“**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, within the extent permitted by the applicable laws and regulatory requirements of Hong Kong or elsewhere, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail in an open market for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be conducted at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last date for lodging applications under the Hong Kong Public Offering. Any market purchases of Shares will be effected in compliance with all applicable laws and regulatory requirement. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which will begin on the Listing Date and expire on Thursday, 11 July 2024, being the 30th day after the last date for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken and demand for the Shares and the price of the Shares could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus. The Hong Kong Offer Shares will not be offered to any person who does not have a Hong Kong address. Potential investors of the Offer Shares should note that the Overall Coordinators (for themselves and on behalf of the Underwriters) shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination” in the Prospectus at any time at or prior to 8:00 a.m. on the Listing Date.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters exercisable at the discretion of the Overall Coordinators (for themselves and on behalf of the International Underwriters). Pursuant to the Over-allotment Option, the Overall Coordinators (for themselves and on behalf of the International Underwriters) have the right, exercisable at any time from the Listing Date until Thursday, 11 July 2024, the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 17,250,000 additional Shares, representing 15% of the Offer Shares initially offered under the Global Offering, at the Offer Price to cover over-allotment in the International Offering, if any.





雲工場科技控股有限公司  
**Cloud Factory Technology Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*

**GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>:</b>	<b>115,000,000 Shares (comprising 85,000,000 New Shares and 30,000,000 Sale Shares, and subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>:</b>	<b>11,500,000 Shares (subject to reallocation)</b>
<b>Number of International Offer Shares</b>	<b>:</b>	<b>103,500,000 Shares (comprising 73,500,000 New Shares and 30,000,000 Sale Shares, and subject to reallocation and the Over-allotment Option)</b>
<b>Offer Price</b>	<b>:</b>	<b>HK\$4.6 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015% and (payable in full on application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>:</b>	<b>US\$0.00001 per Share</b>
<b>Stock Code</b>	<b>:</b>	<b>2512</b>

**Sole Sponsor**



**Overall Coordinators, Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers**



**Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers**



**Joint Bookrunners and Joint Lead Managers**





## **IMPORTANT NOTICE TO INVESTORS: FULLY ELECTRONIC APPLICATION PROCESS**

**We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide any printed copies of the Prospectus to the public in relation to the Hong Kong Public Offering.**

**The Prospectus is available at the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at [www.cloudcsp.com](http://www.cloudcsp.com). If you want a printed copy of the Prospectus, you may download and print from the website addresses above.**

To apply for the Hong Kong Offer Shares, you may:

- (1) apply online through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk); or
- (2) apply electronically through the **HKSCC EIPO channel** and cause HKSCC Nominees to apply on your behalf by instructing your broker or custodian who is a HKSCC Participant to give electronic application instructions via HKSCC’s FINI system to apply for the Hong Kong Offer Shares on your behalf.

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed prospectus as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary, broker or agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

For further details, please refer to the section headed “How to Apply for Hong Kong Offer Shares” in the Prospectus of the procedures through which you can apply for the Hong Kong Offer Shares electronically.

Your application through the **White Form eIPO** service or the **HKSCC EIPO** channel must be for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table below. You are required to pay the amount next to the number of Hong Kong Offer Shares you select.

If you are applying through the **White Form eIPO** service, you may refer to the table below for the amount payable for the number of Shares you have selected. You must pay the respective amount payable on application in full upon application for Hong Kong Offer Shares.

If you are applying through the **HKSCC EIPO** channel, you are required to pre-fund your application based on the amount specified by your broker or custodian, as determined based on the applicable laws and regulations in Hong Kong.



No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/ successful allotment <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/ successful allotment <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/ successful allotment <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/ successful allotment <i>HK\$</i>
1,000	4,646.39	15,000	69,695.86	80,000	371,711.28	900,000	4,181,751.90
2,000	9,292.78	20,000	92,927.82	90,000	418,175.19	1,000,000	4,646,391.00
3,000	13,939.17	25,000	116,159.78	100,000	464,639.10	1,200,000	5,575,669.20
4,000	18,585.57	30,000	139,391.74	200,000	929,278.20	1,800,000	8,363,503.80
5,000	23,231.95	35,000	162,623.69	300,000	1,393,917.30	2,400,000	11,151,338.40
6,000	27,878.35	40,000	185,855.65	400,000	1,858,556.40	3,000,000	13,939,173.00
7,000	32,524.74	45,000	209,087.60	500,000	2,323,195.50	3,600,000	16,727,007.60
8,000	37,171.13	50,000	232,319.56	600,000	2,787,834.60	4,200,000	19,514,842.20
9,000	41,817.52	60,000	278,783.45	700,000	3,252,473.70	5,750,000 <sup>(1)</sup>	26,716,748.26
10,000	46,463.91	70,000	325,247.36	800,000	3,717,112.80		

- (1) Maximum number of Hong Kong Offer Shares you may apply for.
- (2) The amount payable is inclusive of brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the Listing Rules) and the SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy are paid to the Stock Exchange (in the case of the SFC transaction levy, collected by the Stock Exchange on behalf of the SFC; and in the case of the AFRC transaction levy, collected by the Stock Exchange on behalf of the AFRC).

No application for any other number of the Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

## APPLICATION FOR LISTING

We have applied to the Stock Exchange for the grant of listing of, and permission to deal in, the Shares to be issued pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-Allotment Option). Dealings in the Shares on the Stock Exchange are expected to commence on Friday, 14 June 2024.



## STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- (1) the Hong Kong Public Offering of 11,500,000 Offer Shares (subject to reallocation), representing 10% of the total Offer Shares initially available under the Global Offering; and
- (2) the International Offering of 103,500,000 Offer Shares (initially comprising 73,500,000 New Shares and 30,000,000 Sale Shares, and subject to reallocation and the Over-allotment Option), representing 90% of the total Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, the Overall Coordinators may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Chapter 4.14 under the Guide for New Listing Applicants published by the Stock Exchange, if (i) the International Offering is not fully subscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed irrespective of the number of times; or (ii) the International Offering is fully subscribed or oversubscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed with the number of Offer Shares validly applied for in the Hong Kong Public Offering representing less than 15 times of the number of Shares initially available for subscription under the Hong Kong Public Offering, the Overall Coordinators have the authority to reallocate International Offer Shares originally included in the International Offering to the Hong Kong Public Offering in such number as they deem appropriate, provided that the total number of Offer Shares available under the Hong Kong Public Offering following such reallocation shall be not more than 23,000,000 Offer Shares (representing twice the total number of Offer Shares initially available under the Hong Kong Public Offering).

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable at the discretion of the Overall Coordinators, for themselves and on behalf of the International Underwriters and at any time from the Listing Date until Thursday, 11 July 2024, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to 17,250,000 additional Offer Shares, representing 15% of the number of Offer Shares initially available under the Global Offering, at the Offer Price to cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and on the Company’s website at [www.cloudcsp.com](http://www.cloudcsp.com), respectively.



## PRICING

The Offer Price will be HK\$4.6 per Offer Share unless otherwise announced as further explained in the section headed “Structure of the Global Offering” in the Prospectus. Applicants for the Hong Kong Offer Shares are required to pay, on application, the Offer Price of HK\$4.6 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%.

## EXPECTED TIMETABLE

Hong Kong Public Offering commences ..... 9:00 a.m. on  
Wednesday, 5 June 2024

Latest time to complete electronic applications under  
**White Form eIPO** service through the designated  
website [www.eipo.com.hk](http://www.eipo.com.hk) ..... 11:30 a.m. on  
Tuesday, 11 June 2024

Application lists open ..... 11:45 a.m. on  
Tuesday, 11 June 2024

Latest time for giving **electronic application instructions**  
to HKSCC ..... 12:00 noon on  
Tuesday, 11 June 2024

Latest time for completing payment of **White Form eIPO**  
applications by effecting internet banking transfer(s)  
or PPS payment transfer(s) ..... 12:00 noon on  
Tuesday, 11 June 2024

If you are instructing your **broker** or **custodian** who is a HKSCC Participant to give **electronic application instructions** via FINI to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close ..... 12:00 noon on  
Tuesday, 11 June 2024



Announcement of the level of applications in the Hong Kong Public Offering, the level of indication of interest in the International Offering, the basis of allotment of the Hong Kong Offer Shares and the results of applications in the Hong Kong Public Offering to be published on the websites of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company at [www.cloudcsp.com](http://www.cloudcsp.com) at or before..... 11:00 p.m. on Thursday, 13 June 2024

Announcement of results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels including our website at [www.cloudcsp.com](http://www.cloudcsp.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) (See "How to apply for the Hong Kong Offer Shares — B. Publication of Results") at or before..... 11:00 p.m. on Thursday, 13 June 2024

Results of allocations in the Hong Kong Public Offering will be available at [www.iporesults.com.hk](http://www.iporesults.com.hk) (alternatively: [www.eipo.com.hk/eIPOAllotment](http://www.eipo.com.hk/eIPOAllotment)) with a "search by ID" function from ..... 11:00 p.m. on Thursday, 13 June 2024 to 12:00 midnight on Wednesday, 19 June 2024

Allocation results telephone enquiry by calling +852 2862 8555 between..... 9:00 a.m. and 6:00 p.m. from Friday, 14 June 2024 to Wednesday, 19 June 2024 (excluding Saturday, Sunday and public holiday in Hong Kong)

Share certificates in respect of wholly or partially successful applications under the Hong Kong Public Offering to be despatched or deposited into CCASS on or before ..... Thursday, 13 June 2024



**White Form e-Refund** payment instructions/refund  
checks in respect of wholly or partially unsuccessful  
applications pursuant to the Hong Kong Public Offering  
to be despatched/collected on or before ..... Friday, 14 June 2024

Dealings in the Shares on the Stock Exchange expected  
to commence at..... 9:00 a.m. on  
Friday, 14 June 2024

*Note:* All dates and times refer to Hong Kong local time.

## **SETTLEMENT**

Subject to the granting of the approval for listing of, and permission to deal in, our Shares on the Stock Exchange and our compliance with the stock admission requirements of HKSCC, our Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in our Shares on the Stock Exchange or on any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangements as such arrangements may affect your rights and interests. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.



## ELECTRONIC APPLICATION CHANNELS

The Hong Kong Public Offering period will begin at 9:00 a.m. on Wednesday, 5 June 2024 and end at 12:00 noon on Tuesday, 11 June 2024 (Hong Kong time).

To apply for Hong Kong Offer Shares, you may use one of the following application channels:

Application Channel	Platform	Target Investors	Application Time
White Form eIPO service	<a href="http://www.eipo.com.hk">www.eipo.com.hk</a>	Investors who would like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Wednesday, 5 June 2024 to 11:30 a.m. on Tuesday, 11 June 2024, Hong Kong time. The latest time for completing full payment of application monies will be 12:00 noon on Tuesday, 11 June 2024, Hong Kong time.
HKSCC EIPO channel	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC's FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant's stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

The **White Form eIPO** service and the **HKSCC EIPO** channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Hong Kong Offer Shares.

## PUBLICATION OF RESULTS

The Company expects to announce the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of the Hong Kong Offer Shares on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.cloudcsp.com](http://www.cloudcsp.com) by no later than 11:00 p.m. on Thursday, 13 June 2024 (Hong Kong time).

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration/certificate of incorporation numbers of successful applicants under the Hong Kong Public Offering (where applicable) will be made available through a variety of channels at the times and dates and in the manner described in the section headed "How to Apply for Hong Kong Offer Shares — B. Publication of Results" in the Prospectus.



If an application is rejected, not accepted or accepted in part only, or if the conditions of the Global Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering — Conditions of the Global Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, AFRC transaction levy and the Stock Exchange trading fee, will be refunded, without interest.

No temporary evidence of title will be issued in respect of the Offer Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid evidence of title at 8:00 a.m. on Friday, 14 June 2024 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. Investors who trade the Shares prior to the receipt of the Share certificates or the Share certificates becoming valid do so at their own risk.

## **COMMENCEMENT OF DEALINGS**

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, 14 June 2024, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 14 June 2024. The Shares will be traded in board lots of 1,000 Shares each under the stock code 2512.

By order of the  
Board of Directors of  
**Cloud Factory Technology Holdings Limited**  
**Sun Tao**  
*Executive Director and Chief Executive Officer*

Hong Kong, 5 June 2024

*As at the date of this announcement, the board of Directors of the Company comprises Mr. Sun Tao, Mr. Jiang Yanqiu, Mr. Ji Lijun and Mr. Zhu Wentao as executive Directors, Mr. Ip Mun Lam, Mr. Cui Qi and Ms. Zhao Hong as independent non-executive Directors.*